**UNITED STATES DISTRICT COURT**
**SOUTHERN DISTRICT OF NEW YORK**

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THE NEW YORK TIMES COMPANY,

                   Plaintiff,

        v.

MICROSOFT CORPORATION, OPENAI, INC.,
OPENAI LP, OPENAI GP, LLC, OPENAI,
LLC, OPENAI OPCO LLC, OPENAI GLOBAL
LLC, OAI CORPORATION, LLC, OPENAI
HOLDINGS, LLC,

                   Defendants.

Case No. 1:23-cv-11195-SHS-OTW

**DECLARATION OF ELANA NIGHTINGALE DAWSON IN SUPPORT OF MOTION TO ADMIT COUNSEL *PRO HAC VICE***

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I, Elana Nightingale Dawson, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury as

follows:

1.      I am a member of the law firm of Latham & Watkins LLP.

2.      I submit this declaration in support of my Motion to Admit Counsel *pro hac vice* in the

        above-captioned matter.

3.      I have been a member in good standing of the Bar of the State of Illinois since November

        10, 2011, and the Bar of the District of Columbia since May 13, 2016.

4.      I attach Certificates of Good Standing from the State of Illinois and the District of

        Columbia, which were issued within thirty days of this filing, as **Exhibit A** to my

        Motion to Admit Counsel *pro hac vice*.

5.      I have never been convicted of a felony or been the subject of any criminal conviction.

6.      I have never been censured, suspended, disbarred or denied admission or readmission by

        any court.

7.      I have never been the subject of a disciplinary sanction and there are no disciplinary

proceedings presently pending against me.

Wherefore your declarant respectfully submits that she be permitted to appear as counsel *pro hac vice* in this one case on behalf of Defendants OpenAI, Inc., OpenAI LP, OpenAI GP, L.L.C., OpenAI, L.L.C., OpenAI OpCo, LLC, OpenAI Global, LLC, OAI Corporation, LLC, OpenAI Holdings, LLC (together, "OpenAI").

I declare under penalty of perjury that the foregoing is true and correct.

Executed in Washington, D.C.

Dated: June 6, 2024

/s/ Elana Nightingale Dawson
Elana Nightingale Dawson